

EXHIBIT 12

From: Mark Freedman <mark@surging.com>
Subject: **Rifts RPG Game**
Date: April 19, 2010 4:11:01 PM EDT
To: Lenny Brown <lenny.brown@thq.com>
Bcc: Kevin Siembieda <ksiembieda@palladiumbooks.com>, Alan Friedman <AFriedmanEsq@aol.com>, Elan Freedman <elan@surging.com>



Lenny:

As I have mentioned to you, we're up against a very critical deadline and if you are indeed serious about the Rifts RPG Game Rights, we will need an immediate commitment from THQ with a [REDACTED] advance payable immediately which would allow us not to extend our film deal. If this is not doable, which given the shortness of time is understandable, I will have no choice but to renew our film rights as mentioned. Please let me know if this can work and if so I will put together my team to work with yours to get this done.

Please let me know by tomorrow mid-day EDT.

Best,

Mark

Mark Freedman
President
Surge Licensing, Inc.
399 West John Street
Hicksville, N.Y. 11801

Tel. 516-939-2225
Fax 516-942-8613
Mobile: 516-270-4721

From: Mark Freedman <mark@surging.com>
Subject: **Re: Rifts**
Date: April 16, 2010 11:44:07 AM EDT
To: "lenny.brown@thq.com" <lenny.brown@thq.com>
Cc: Elan Freedman <elan@surging.com>



Lenny:

Since we are under a bit of a time crunch would you please call Elan at 516-808-9287.

Thanks,

Mark

----- Original Message -----

From: Lenny Brown <lenny.brown@thq.com>
To: Mark Freedman
Sent: Fri Apr 16 09:30:07 2010
Subject: RE: Rifts

Easy -- the studio is Volition, which is located in Champagne, IL.

Talk to you soon, Mark

Thanks.

From: Mark Freedman [mark@surging.com]
Sent: Thursday, April 15, 2010 2:12 PM
To: Lenny Brown
Cc: Elan Freedman; Kevin Siembieda
Subject: Rifts

Lenny:

It was good speaking with you this AM regarding Rifts. I know Elan from my office had reached out to you later today as we do have some questions regarding THQ's game developing team that is interested in Rifts. Can you tell me which team wants this? (Chaos, Relic, Vigil, Volition, Rainbow...etc.) or is it one of your teams from Australia. This info would be very helpful to Kevin and of course would speak volumes as to what we might consider doing since we are in a bit of a time crunch.

Please let me know if you can tell us at your earliest convenience.

Thanks,

Mark

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